

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

IN RE TRICOR INDIRECT PURCHASER  
ANTITRUST LITIGATION

Civil Action No. 05-00360  
(KAJ)(consolidated)

THIS DOCUMENT RELATES TO:

PAINTERS' DISTRICT COUNCIL NO. 30  
HEALTH AND WELFARE FUND and  
RICHARD G. WILDE, C.A. No. 05-360(KAJ)

VISTA HEALTH PLAN, INC. and ROSS  
LOVE, C.A. No. 05-365 (KAJ)

PENNSYLVANIA EMPLOYEES BENEFIT  
TRUST FUND, C.A. No. 05-390 (KAJ)

ALLIED SERVICES DIVISION WELFARE  
FUND and HECTOR VALDES, C.A. No. 05-  
394 (KAJ)

DIANA KIM, C.A. No. 05-426 (KAJ)

ELAINE M. PULLMAN, NEIL  
PERLMUTTER, HELENA PERLMUTTER and  
LULA RAMSEY, C.A. No. 05-450 (KAJ)

PHILADELPHIA FEDERATION OF  
TEACHERS HEALTH AND WELFARE  
FUND, C.A. No. 05-467 (KAJ)

CINDY CRONIN, C.A. No. 05-482 (KAJ)

CHARLES SHAIN and SANDRA KRONE,  
C.A. No. 05-475 (KAJ)

LOCAL 28 SHEET METAL WORKERS, C.A.  
No. 05-516 (KAJ)

ALBERTO LITTER, C.A. No. 05-695 (KAJ)

**INDIRECT PURCHASER PLAINTIFFS' MOTION FOR CLASS  
CERTIFICATION**

1. Pursuant to the Scheduling Order (D.I. #47) as amended (D.I. #86, D.I. #106), Indirect Purchaser Plaintiffs (“End-Payor Plaintiffs”) hereby move this Court for an Order certifying the following proposed Class pursuant to Federal Rules of Civil Procedure 23(a), 23(b)(2) and 23(b)(3):

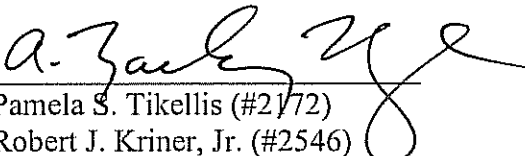
All persons or entities in the United States and its territories who purchased, paid and/or reimbursed for fenofibrate products, including TriCor® tablets and TriCor® capsules, intended for consumption by themselves, their families, or their members, employees, plan participants and beneficiaries or insureds (the “Class”) during the period from April 9, 2002 through such time in the future as the effects of Defendants’ illegal conduct, as alleged [in End-Payor Plaintiffs’ Consolidated Class Action Complaint [D.I. 24]], have ceased (the “Class Period”). Excluded from the Class are all Defendants and their respective subsidiaries and affiliates, all governmental entities (except for government-funded employee benefit funds), and all persons or entities that purchased fenofibrate products: (i) for purposes of resale, or (ii) directly from any of the Defendants.

2. In Support of their Motion, End-Payor Plaintiffs have concurrently filed their Brief in Support of their Motion for Class Certification, the Expert Report of Charles King III, and the Declaration of Christopher J. McDonald.

WHEREFORE, End-Payor Plaintiffs respectfully request entry of the attached Order granting this Motion.

Dated: May 8, 2006

**CHIMICLES & TIKELLIS LLP**



Pamela S. Tikellis (#2172)

Robert J. Kriner, Jr. (#2546)

A. Zachary Naylor (#4439)

P.O. Box 1035

One Rodney Square

Wilmington, DE 19899

Tel: 302-656-2500

Fax: 302-656-9053

*Liaison Counsel for End-Payor Plaintiffs*

**LABATON SUCHAROW  
& RUDOFF LLP**

Bernard Persky

Christopher J. McDonald

Kellie C. Safar

100 Park Avenue

New York, NY 10001

**SPECTOR ROSEMAN  
& KODROFF, P.C.**

Jeffrey L. Kodroff

Theodore M. Lieverman

Simon B. Paris

1818 Market Street, Suite 2500

Philadelphia, PA 19103

**MILLER FAUCHER  
and CAFFERTY LLP**

Bryan L. Clobes

William R. Kane

One Logan Square

18 & Cherry Streets, Suite 1700

Philadelphia, PA 19103

-and-

Patrick E. Cafferty

101 N. Main Street, Suite 450

Ann Arbor, MI 48101

-and-

Marvin A. Miller

Jennifer W. Sprengel

30 N. LaSalle St. Suite 3200

Chicago, IL 60602

**HAGENS BERMAN  
SOBOL SHAPIRO LLP**

Thomas M. Sobol

David S. Nalven

Gregory H. Matthews

One Main Street, 4th Floor

Cambridge, MA 02142

-and-

Steve W. Berman

1301 Fifth Avenue, Suite 2900

Seattle, WA 98101

*Interim Co-Lead Counsel for End-Payor Plaintiffs*